

## Chapter PSC 108

### COMPETITIVE BIDDING FOR SECURITIES

**PSC 108.01** Securities subject to ch. PSC 108.  
**PSC 108.02** Public invitation of bids.

**PSC 108.03** Bids filed with commission.

**PSC 108.01 Securities subject to ch. PSC 108.** Each public service corporation as defined in s. 201.01 (2), Stats., offering any security, as defined in s. 201.01 (3), Stats., to be issued in accordance with ch. 201, Stats., shall invite in the manner herein-after provided written sealed bids for the purchase of such security, except that the following securities shall be exempt from this requirement:

(1) Any capital stock offered pro rata to existing holders thereof, including any unsubscribed portion thereof purchased by others.

(2) Any security issued in exchange for an outstanding security in connection with a merger, consolidation, or reorganization of the corporation, or in a transaction approved by the commission pursuant to s. 196.80, Stats.

(3) Any debt security payable in 10 years or less after date to a commercial bank, insurance company, governmental investment board, or similar institution, not for resale to the public, provided no fee or remuneration is to be paid directly or indirectly for negotiating the loan represented by such security.

(4) Any security where the total consideration received by the issuer is less than \$4,000,000.

(5) Any security for which a contract for its sale is approved by the commission under s. 196.52, Stats.

(6) Any security as to which the commission shall find upon due consideration that the sale thereof at competitive bidding

should not be required in the public interest.

**History:** Cr. Register, December, 1964, No. 108, eff. 1-1-65; corrections in (intro.) made under s. 13.93 (2m) (b) 7., Stats., Register April 2007 No. 616.

**PSC 108.02 Public invitation of bids.** (1) Each such public service corporation shall publicly invite the submission of written sealed bids to be received at a stated date, hour, and place for the purchase of the specified security. Such invitation shall be given at least 6 days prior to the opening of the bids, or for such shorter interval as the commission may approve. The invitation shall state the name and address of the person, firm, or corporation from whom information regarding the public service corporation and the proposed issue may be obtained. The duly authorized representative of any party submitting a bid shall be entitled to be present at the opening of the bids and to examine each bid submitted.

(2) Conformity with the provisions of Rule U-50 of the federal securities and exchange commission with respect to public invitation of proposals for the purchase or underwriting of securities shall be deemed compliance with the rule prescribed by ch. PSC 108.

**History:** Cr. Register, December, 1964, No. 108, eff. 1-1-65.

**PSC 108.03 Bids filed with commission.** Each public service corporation shall furnish the commission, prior to the issuance of a certificate of authority to issue the securities, data setting forth each bid received and the bid it proposes to accept.

**History:** Cr. Register, December, 1964, No. 108, eff. 1-1-65.